

THE STATE CORPORATION COMMISSION
OF THE STATE OF KANSAS

Before Commissioners: Pat Apple, Chairman
Shari Feist Albrecht
Jay Scott Emler

In the Matter of the Application of Great)
Plains Energy Incorporated, Kansas City)
Power & Light Company, and Westar) Docket No. 18-KCPE-095-MER
Energy, Inc. for Approval of the Merger of)
Westar Energy, Inc. and Great Plains Energy)
Incorporated.)

ORDER GRANTING MOTIONS FOR ADMISSION *PRO HAC VICE*
OF ROBBINS, ROBY AND GARZÓN

This matter comes before the State Corporation Commission of the State of Kansas (Commission) for consideration and decision. Having reviewed the pleadings and record, the Commission makes the following findings:

1. On August 25, 2017, Westar Energy, Inc. and Kansas Gas and Electric Company (Westar), Great Plains Energy Incorporated (Great Plains) and Kansas City Power & Light Company (KCP&L) filed an Application seeking approval to merge. The Applicants intend to form a new, publicly traded holding company with a combined equity value of approximately \$14 billion, which will operate regulated electric utilities in Kansas and Missouri.¹ Westar and KCP&L would become wholly-owned subsidiaries of the new holding company.² As proposed, Westar shareholders will own approximately 52.5% of the combined company with Great Plains' shareholders owning the remaining 47.5% of the combined company.³

2. On August 5, 2016, Sarah O. Steele, an attorney licensed to practice law in the State of Kansas, filed Motions for Admission *Pro Hac Vice* of Alan I. Robbins, Debra D. Roby

¹ Application, Aug. 25, 2017, ¶¶ 9-10.

² *Id.*, ¶ 10.

³ *Id.*, ¶ 11.

and Andrea I. Sarmentero Garzón on behalf of Kansas Municipal Energy Agency (KMEA), Kansas Municipal Utilities (KMU), and the City of Independence, Missouri (Independence), pursuant to Kansas Supreme Court Rule 116. The *Pro Hac Vice* Motions included the required Verified Applications signed by Mr. Robbins, Ms. Roby, and Ms. Garzón.⁴

3. The Verified Application for Alan I. Robbins states he is a licensed attorney in good standing of the Bar of the District of Columbia, and has never been subject to disciplinary proceedings of any kind. The Verified Application lists his address as 1350 I Street, NW, Suite 810, Washington, DC 20005.

4. The Verified Application for Debra D. Roby states she is a licensed attorney in good standing of the Bar of the District of Columbia, and has never been subject to disciplinary proceedings of any kind. The Verified Application lists her address as 1350 I Street, NW, Suite 810, Washington, DC 20005.

5. The Verified Application for Ms. Garzón states she is a licensed attorney in good standing of the Bar of the State of New York, and has never been subject to disciplinary proceedings of any kind. The Verified Application lists her address as 1350 I Street, NW, Suite 810, Washington, DC 20005.

6. The Commission finds that Mr. Robbins, Ms. Roby, and Ms. Garzón have met the requirements of Supreme Court Rule 116 and grants their admission *pro hac vice* in this Docket. Mr. Robbins, Ms. Roby, and Ms. Garzón will be added to the mailing list, and electronic service of pleadings, communications, and correspondence should be delivered as follows:

⁴ Motion for Admission of Alan I. Robbins *Pro Hac Vice* as Attorney for Kansas Municipal Utilities, Kansas Municipal Energy Agency, and City of Independence, Missouri, Oct. 4, 2017; Motion for Admission of Andrea I. Sarmentero Garzón *Pro Hac Vice* as Attorney for Kansas Municipal Utilities, Kansas Municipal Energy Agency, and City of Independence, Missouri, Oct. 4, 2017; Motion for Admission of Debra D. Roby *Pro Hac Vice* as Attorney for Kansas Municipal Utilities, Kansas Municipal Energy Agency, and City of Independence, Missouri, Oct. 4, 2017.

Alan I. Robbins
Jennings, Strouss & Salmon, PLC
1350 I Street, NW, Suite 810
Washington, DC 20005
(202) 371-9030
arobbins@jsslaw.com

Debra D. Roby
Jennings, Strouss & Salmon, PLC
1350 I Street, NW, Suite 810
Washington, DC 20005
(202) 464-0539
droby@jsslaw.com

Andrea I. Sarmentero Garzón
Jennings, Strouss & Salmon, PLC
1350 I Street, NW, Suite 810
Washington, DC 20005
(202) 370-4128
asarmentero@jsslaw.com

THEREFORE, THE COMMISSION ORDERS:

A. The Motions for Leave to Appear *Pro Hac Vice* of Alan I. Robbins, Debra D. Roby, and Andrea I. Sarmentero Garzón on behalf of KMEA, KMU, and Independence, are granted.

B. The parties have 15 days from the date of electronic service of this Order to petition for reconsideration.⁵

C. The Commission retains jurisdiction over the subject matter and the parties for the purpose of entering such further orders as it deems necessary.

BY THE COMMISSION IT IS SO ORDERED.

Apple, Chairman; Albrecht, Commissioner; Emler, Commissioner.

Dated: OCT 12 2017


Lynn M. Retz
Secretary to the Commission

BGF/sc

EMAILED

OCT 12 2017

⁵ K.S.A. 66-118b; K.S.A. 77-529(a)(1).

CERTIFICATE OF SERVICE

18-KCPE-095-MER

I, the undersigned, certify that the true copy of the attached Order has been served to the following parties by means of

Electronic Service on OCT 12 2017.

MICHAEL E. AMASH, ATTORNEY
BLAKE & UHLIG PA
SUITE 475 NEW BROTHERHOOD BLDG
753 STATE AVE.
KANSAS CITY, KS 66101
Fax: 913-321-2396
mea@blake-uhlig.com

MARTIN J. BREGMAN
BREGMAN LAW OFFICE, L.L.C.
311 PARKER CIRCLE
LAWRENCE, KS 66049
mjb@mjbregmanlaw.com

ANDREW J. ZELLERS, GEN COUNSEL/VP REGULATORY
AFFAIRS
BRIGHTERGY, LLC
1712 MAIN ST 6TH FLR
KANSAS CITY, MO 64108
Fax: 816-511-0822
andy.zellers@brightergy.com

GLENDA CAFER, ATTORNEY
CAFER PEMBERTON LLC
3321 SW 6TH ST
TOPEKA, KS 66606
Fax: 785-233-3040
glenda@caferlaw.com

TERRI PEMBERTON, ATTORNEY
CAFER PEMBERTON LLC
3321 SW 6TH ST
TOPEKA, KS 66606
Fax: 785-233-3040
terri@caferlaw.com

CARY CATCHPOLE, ACCOUNTANT/ECONOMIST
CITIZENS' UTILITY RATEPAYER BOARD
1500 SW ARROWHEAD RD
TOPEKA, KS 66604
Fax: 785-271-3116
c.catchpole@curb.kansas.gov

THOMAS J. CONNORS, ATTORNEY AT LAW
CITIZENS' UTILITY RATEPAYER BOARD
1500 SW ARROWHEAD RD
TOPEKA, KS 66604
Fax: 785-271-3116
tj.connors@curb.kansas.gov

TODD E. LOVE, ATTORNEY
CITIZENS' UTILITY RATEPAYER BOARD
1500 SW ARROWHEAD RD
TOPEKA, KS 66604
Fax: 785-271-3116
t.love@curb.kansas.gov

DAVID W. NICKEL, CONSUMER COUNSEL
CITIZENS' UTILITY RATEPAYER BOARD
1500 SW ARROWHEAD RD
TOPEKA, KS 66604
Fax: 785-271-3116
d.nickel@curb.kansas.gov

DELLA SMITH
CITIZENS' UTILITY RATEPAYER BOARD
1500 SW ARROWHEAD RD
TOPEKA, KS 66604
Fax: 785-271-3116
d.smith@curb.kansas.gov

CERTIFICATE OF SERVICE

18-KCPE-095-MER

SHONDA SMITH
CITIZENS' UTILITY RATEPAYER BOARD
1500 SW ARROWHEAD RD
TOPEKA, KS 66604
Fax: 785-271-3116
sd.smith@curb.kansas.gov

JONATHAN LESSER
CONTINENTAL ECONOMICS, INC.
6 REAL PLACE
SCANDIA PARK, NM 87047
jlesser@continentalecon.com

ASHLEY M. BOND, ATTORNEY
DUNCAN & ALLEN
1730 RHODE ISLAND AVENUE NW
SUITE 700
WASHINGTON, DC 20036-3155
Fax: 202-289-8450
amb@duncanallen.com

KENNETH M. HOLMBOE, ATTORNEY AT LAW
DUNCAN & ALLEN
1730 RHODE ISLAND AVENUE NW
SUITE 700
WASHINGTON, DC 20036-3155
Fax: 202-289-8450
kh@duncanallen.com

GREGG D. OTTINGER, ATTORNEY
DUNCAN & ALLEN
1730 RHODE ISLAND AVENUE NW
SUITE 700
WASHINGTON, DC 20036-3155
Fax: 202-289-8450
gdo@duncanallen.com

DARRELL MCCUBBINS, BUSINESS MANAGER
IBEW LOCAL UNION NO. 1464
1760 UNIVERSAL AVENUE
KANSAS CITY, MO 64120
Fax: 816-483-4239
kwhiteman@ibew1464.org

DAVID PINON, BUSINESS MANAGER
IBEW LOCAL UNION NO. 1613
6900 EXECUTIVE DR
SUITE 180
KANSAS CITY, MO 64120
local1613@earthlink.net

RANDY ADAMS, BUSINESS MANAGER
IBEW LOCAL UNION NO. 412
1760 UNIVERSAL AVENUE
KANSAS CITY, MO 64120
Fax: 816-231-5515
business.manager@ibew412.org

JOHN KRAJEWSKI, PRESIDENT
J K ENERGY CONSULTING LLC
650 J STREET STE 108
LINCOLN, NE 68508
Fax: 402-438-4322
jk@jkenergyconsulting.com

ALAN I. ROBBINS, ATTORNEY
JENNINGS, STROUSS & SALMON, P.L.C
1350 I Street, NW
Suite 810
WASHINGTON, DC 20005
Fax: 202-408-5406
arobbins@jsslaw.com

DEBRA D. ROBY, ATTORNEY
JENNINGS, STROUSS & SALMON, P.L.C
1350 I Street, NW
Suite 810
WASHINGTON, DC 20005
Fax: 202-371-9025
droby@jsslaw.com

ANDREA I. SARMENTERO GARZON
JENNINGS, STROUSS & SALMON, P.L.C
1350 I Street, NW
Suite 810
WASHINGTON, DC 20005
Fax: 202-371-9025
asarmentero@isslaw.com

CERTIFICATE OF SERVICE

18-KCPE-095-MER

SUSAN ALIG, ASSISTANT COUNSEL
KANSAS CITY KANSAS BOARD OF PUBLIC UTILITIES
701N 7TH STREET
KANSAS CITY, KS 66101
Fax: 913-573-5243
salig@wycokck.org

ANGELA LAWSON, SENIOR COUNSEL
KANSAS CITY KANSAS BOARD OF PUBLIC UTILITIES
540 MINNESOTA AVENUE
KANSAS CITY, KS 66101-2930
alawson@bpu.com

ROBERT J. HACK, LEAD REGULATORY COUNSEL
KANSAS CITY POWER & LIGHT COMPANY
ONE KANSAS CITY PL, 1200 MAIN ST 31ST FLOOR (64105)
PO BOX 418679
KANSAS CITY, MO 64141-9679
Fax: 816-556-2787
rob.hack@kcpl.com

DARRIN R. IVES, VICE PRESIDENT, REGULATORY
AFFAIRS
KANSAS CITY POWER & LIGHT COMPANY
ONE KANSAS CITY PL, 1200 MAIN ST 31ST FLOOR (64105)
PO BOX 418679
KANSAS CITY, MO 64141-9679
Fax: 816-556-2110
darrin.ives@kcpl.com

ROGER W. STEINER, CORPORATE COUNSEL
KANSAS CITY POWER & LIGHT COMPANY
ONE KANSAS CITY PL, 1200 MAIN ST 31ST FLOOR (64105)
PO BOX 418679
KANSAS CITY, MO 64141-9679
Fax: 816-556-2787
roger.steiner@kcpl.com

NICOLE A. WEHRY, SENIOR REGULATORY
COMMUNICATIONS SPECIALIST
KANSAS CITY POWER & LIGHT COMPANY
ONE KANSAS CITY PL, 1200 MAIN ST 31ST FLOOR (64105)
PO BOX 418679
KANSAS CITY, MO 64141-9679
Fax: 816-556-2787
nicole.wehry@kcpl.com

ANTHONY WESTENKIRCHNER, SENIOR PARALEGAL
KANSAS CITY POWER & LIGHT COMPANY
ONE KANSAS CITY PL, 1200 MAIN ST 31ST FLOOR (64105)
PO BOX 418679
KANSAS CITY, MO 64141-9679
Fax: 816-556-2787
anthony.westenkirchner@kcpl.com

BRIAN G. FEDOTIN, DEPUTY GENERAL COUNSEL
KANSAS CORPORATION COMMISSION
1500 SW ARROWHEAD RD
TOPEKA, KS 66604-4027
Fax: 785-271-3314
b.fedotin@kcc.ks.gov

DUSTIN KIRK, DEPUTY GENERAL COUNSEL
KANSAS CORPORATION COMMISSION
1500 SW ARROWHEAD RD
TOPEKA, KS 66604-4027
Fax: 785-271-3354
d.kirk@kcc.ks.gov

MICHAEL NEELEY, LITIGATION COUNSEL
KANSAS CORPORATION COMMISSION
1500 SW ARROWHEAD RD
TOPEKA, KS 66604-4027
Fax: 785-271-3167
m.neeley@kcc.ks.gov

AMBER SMITH, CHIEF LITIGATION COUNSEL
KANSAS CORPORATION COMMISSION
1500 SW ARROWHEAD RD
TOPEKA, KS 66604-4027
Fax: 785-271-3167
a.smith@kcc.ks.gov

MARK DOLJAC, DIR RATES AND REGULATION
KANSAS ELECTRIC POWER CO-OP, INC.
600 SW CORPORATE VIEW (66615)
PO BOX 4877
TOPEKA, KS 66604-0877
Fax: 785-271-4888
mdoljac@kepco.org

CERTIFICATE OF SERVICE

18-KCPE-095-MER

WILLIAM G. RIGGINS, GENERAL COUNSEL
KANSAS ELECTRIC POWER CO-OP, INC.
600 SW CORPORATE VIEW (66615)
PO BOX 4877
TOPEKA, KS 66604-0877
Fax: 785-271-4884
briggins@kepco.org

LARRY HOLLOWAY, ASST GEN MGR OPERATIONS
KANSAS POWER POOL
100 N BROADWAY STE L110
WICHITA, KS 67202
Fax: 316-264-3434
lholloway@kansaspowerpool.org

JOHN MICHAEL ADRAGNA ESQ.
MCCARTER ENGLISH, LLP
1015 15TH STREET, NW
12TH FLOOR
WASHINGTON, DC 20005
Fax: 202-296-0166
jadragna@mccarter.com

WILLIAM DOWLING, VP ENGINEERING & ENERGY
SUPPLY
MIDWEST ENERGY, INC.
1330 CANTERBURY ROAD
PO BOX 898
HAYS, KS 67601-0898
Fax: 785-625-1487
bdowling@mwenergy.com

PATRICK PARKE, GENERAL MANAGER
MIDWEST ENERGY, INC.
1330 CANTERBURY ROAD
PO BOX 898
HAYS, KS 67601-0898
Fax: 785-625-1494
patparke@mwenergy.com

FRANK A. CARO, JR., ATTORNEY
POL SINELLI PC
900 W 48TH PLACE STE 900
KANSAS CITY, MO 64112
Fax: 816-753-1536
fcaro@polsinelli.com

JAMES GING, DIRECTOR ENGINEERING SERVICES
KANSAS POWER POOL
100 N BROADWAY STE L110
WICHITA, KS 67202
Fax: 888-431-4943
jging@kansaspowerpool.org

ROBERT V. EYE, ATTORNEY AT LAW
KAUFFMAN & EYE
4840 Bob Billings Pkwy, Ste. 1010
Lawrence, KS 66049-3862
Fax: 785-749-1202
bob@kauffmaneye.com

KIMBERLY BRICKELL FRANK ESQ.
MCCARTER ENGLISH, LLP
1015 15TH STREET, NW
12TH FLOOR
WASHINGTON, DC 20005
Fax: 202-296-0166
kfrank@mccarter.com

EARNEST A. LEHMAN, PRESIDENT & GENERAL
MANAGER
MIDWEST ENERGY, INC.
1330 Canterbury Rd
PO Box 898
Hays, KS 67601-0898
elehman@mwenergy.com

ANNE E. CALLENBACH, ATTORNEY
POL SINELLI PC
900 W 48TH PLACE STE 900
KANSAS CITY, MO 64112
Fax: 913-451-6205
acallenbach@polsinelli.com

BORIS STEFFEN
RMS US LLP
1861 INTERNATIONAL DRIVE
SUITE 400
MCLEAN, VA 22102
boris.steffen@rmsus.com

CERTIFICATE OF SERVICE

18-KCPE-095-MER

ANDREW J. FRENCH, ATTORNEY AT LAW
SMITHYMAN & ZAKOURA, CHTD.
7400 W 110TH ST STE 750
OVERLAND PARK, KS 66210-2362
Fax: 913-661-9863
andrew@smizak-law.com

JAMES P. ZAKOURA, ATTORNEY
SMITHYMAN & ZAKOURA, CHTD.
7400 W 110TH ST STE 750
OVERLAND PARK, KS 66210-2362
Fax: 913-661-9863
jim@smizak-law.com

AMY FELLOWS CLINE, ATTORNEY
TRIPLETT, WOOLF & GARRETSON, LLC
2959 N ROCK RD STE 300
WICHITA, KS 67226
Fax: 316-630-8101
amycline@twgfirm.com

TIMOTHY E. MCKEE, ATTORNEY
TRIPLETT, WOOLF & GARRETSON, LLC
2959 N ROCK RD STE 300
WICHITA, KS 67226
Fax: 316-630-8101
temckee@twgfirm.com

CATHRYN J. DINGES, SENIOR CORPORATE COUNSEL
WESTAR ENERGY, INC.
818 S KANSAS AVE
PO BOX 889
TOPEKA, KS 66601-0889
Fax: 785-575-8136
cathy.dinges@westarenergy.com

JEFFREY L. MARTIN, VICE PRESIDENT, REGULATORY
AFFAIRS
WESTAR ENERGY, INC.
818 S KANSAS AVE
PO BOX 889
TOPEKA, KS 66601-0889
jeff.martin@westarenergy.com

DAVID L. WOODSMALL
WOODSMALL LAW OFFICE
308 E HIGH ST STE 204
JEFFERSON CITY, MO 65101
Fax: 573-635-7523
david.woodsmall@woodsmalllaw.com

/S/ DeeAnn Shupe
DeeAnn Shupe

EMAILED

OCT 12 2017